

TRADEMARK ASSIGNMENT COVER SHEET

Electronic Version v1.1
Stylesheet Version v1.2

ETAS ID: TM590924

SUBMISSION TYPE:	NEW ASSIGNMENT		
NATURE OF CONVEYANCE:	SECURITY INTEREST		
CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
All About Learning Inc.		08/03/2020	Corporation: DELAWARE
RECEIVING PARTY DATA			
Name:	Modern Bank, N.A.		
Street Address:	410 Park Avenue, Suite 830		
City:	New York		
State/Country:	NEW YORK		
Postal Code:	10022		
Entity Type:	National Banking Association: UNITED STATES		
PROPERTY NUMBERS Total: 6			
Property Type	Number	Word Mark	
Registration Number:	4727527	ALL ABOUT	
Registration Number:	3975325	ALL ABOUT	
Registration Number:	4575097	ALL ABOUT	
Registration Number:	6007144	ALL ABOUT	
Registration Number:	3865921	ALL ABOUT	
Registration Number:	3834104		
CORRESPONDENCE DATA			
Fax Number:	2039735250		
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>			
Phone:	203-973-5210		
Email:	shammond@martinllp.net		
Correspondent Name:	Scott Hammond		
Address Line 1:	333 Ludlow Street, S. Tower, 8th Floor		
Address Line 4:	Stamford, CONNECTICUT 06902		
NAME OF SUBMITTER:	Scott Hammond		
SIGNATURE:	/s/ Scott Hammond		
DATE SIGNED:	08/07/2020		
Total Attachments: 4			

OP \$165.00 4727527

source=AALP - Notice of Grant of Security Interest in Trademarks (Executed)#page1.tif
source=AALP - Notice of Grant of Security Interest in Trademarks (Executed)#page2.tif
source=AALP - Notice of Grant of Security Interest in Trademarks (Executed)#page3.tif
source=AALP - Notice of Grant of Security Interest in Trademarks (Executed)#page4.tif

NOTICE
OF
GRANT OF SECURITY INTEREST
IN
TRADEMARKS

United States Patent and Trademark Office

Ladies and Gentlemen:

Please be advised that (a) pursuant to the Security Agreement dated as of August 3, 2020, (as amended, modified, extended, restated, replaced, or supplemented from time to time, the “Security Agreement”), by and among the Obligor party thereto (each an “Obligor” and collectively, the “Obligors”) and Modern Bank, N.A., as Administrative Agent (the “Administrative Agent”) for the secured parties referenced therein (the “Secured Parties”), the undersigned Obligor has granted a continuing security interest in and continuing lien upon the trademarks, trademark licenses and trademark applications shown on Schedule 1 attached hereto (the “Trademarks”) to the Administrative Agent for the ratable benefit of the Secured Parties and (b) the undersigned hereby grants to the Administrative Agent, for the ratable benefit of the Secured Parties, a continuing security interest in, and a right to set off against, any and all right, title and interest of such Obligor in and to the Trademarks.

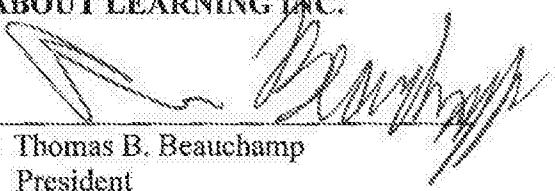
The Obligor and the Administrative Agent, on behalf of the Secured Parties, hereby acknowledge and agree that the security interest in the Trademarks (i) may only be terminated in accordance with the terms of the Security Agreement and (ii) is not to be construed as an assignment of any Trademark.

[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]

Very truly yours,

ALL ABOUT LEARNING INC.

By: _____
Name: Thomas B. Beauchamp
Title: President



Acknowledged and Accepted:

MODERN BANK, N.A.,
as Administrative Agent

By: _____
Name: _____
Title: _____

[Notice of Grant of Interest in Trademarks Signature Page]

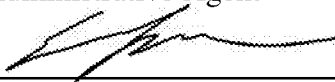
Very truly yours,

ALL ABOUT LEARNING INC.

By: _____
Name: Thomas B. Beauchamp
Title: President

Acknowledged and Accepted:

MODERN BANK, N.A.,
as Administrative Agent

By:  _____
Name: Emanuel Ma
Title: Vice President

[Notice of Grant of Interest in Trademarks Signature Page]

Schedule 1

Mark	Registration	Registration Date	Classes
All About Word	4727527	April 28, 2015	009
All About Word	3975325	June 7, 2011	035
All About Word Combined Word + Bee	4575097	July 29, 2014	016, 035, 041
All About Word Combined Word + Bee	6007144	March 10, 2020	041
Bee Design	3834104	August 17, 2010	016, 035
All About Word	3865921	October 19, 2010	016, 041